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*Attorneys for Federal National Mortgage Association*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:	)	Case No. 12-12020 (MG)
	)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,	)	Chapter 11
	)	
Debtors.	)	Joint Administration Pending
	)	

**NOTICE OF APPEARANCE OF  
FEDERAL NATIONAL MORTGAGE ASSOCIATION,  
REQUEST FOR SERVICE OF PAPERS AND RESERVATION OF RIGHTS**

**PLEASE TAKE NOTICE** that, Federal National Mortgage Association (“Fannie Mae”) appears in this proceeding as a party in interest and requests, pursuant to 11 U.S.C. §§ 342 and 1109(b) and Rules 2002, 3017 and 9007 of the Federal Rules of Bankruptcy Procedure, that copies of all papers filed in this proceeding or in any related adversary proceedings be served on their undersigned counsel, Winston & Strawn LLP, as follows:

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**PLEASE TAKE FURTHER NOTICE** that, pursuant to 11 U.S.C. § 1109(b), the foregoing request includes not only the notices and papers referred to or specified above but also includes, without limitation, orders and notices of any application, complaint, demand, motion, petition, plan, disclosure statement, pleading or request, whether formal or informal, whether

written or oral, and whether transmitted or conveyed by mail, telephone, telegraph, telex or otherwise filed or made which affect or seek to affect in any way rights or interests of creditors, parties in interest, Fannie Mae, the Debtors or the property of the Debtors.

**PLEASE TAKE FURTHER NOTICE** that, Fannie Mae intends that neither this Notice of Appearance nor any later appearance, pleading, claim, or suit shall waive or otherwise impair or limit (a) Fannie Mae's right to have final orders in non-core matters entered only after de novo review by a District Judge, (b) Fannie Mae's right to trial by jury in any proceeding so triable in these cases or any case, controversy, or proceeding related to these cases, (c) Fannie Mae's right to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal or (d) any other rights, claims, actions, defenses, setoffs, or recoupments to which Fannie Mae is or may be entitled under agreements, in law or in equity, all of which rights, claims, actions, defenses, setoffs and recoupments Fannie Mae expressly reserves.

Dated: New York, New York  
May 14, 2012

**WINSTON & STRAWN LLP**

By: /s/David Neier  
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